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UBER TECHNOLOGIES, INC.  
14 and OTTOMOTTO LLC

15 UNITED STATES DISTRICT COURT  
16 NORTHERN DISTRICT OF CALIFORNIA  
17 SAN FRANCISCO DIVISION

18 WAYMO LLC,  
19 Plaintiff,  
20 v.  
21 UBER TECHNOLOGIES, INC.,  
22 OTTOMOTTO LLC; OTTO TRUCKING LLC,  
23 Defendants.

Case No. 3:17-cv-00939-WHA

**DECLARATION OF MICHELLE  
YANG IN SUPPORT OF  
PLAINTIFF'S ADMINISTRATIVE  
MOTION TO FILE UNDER SEAL  
PORTIONS OF ITS MOTION TO  
COMPEL DEPOSITIONS OF DAVID  
BONDERMAN AND ARIANNA  
HUFFINGTON (DKT. 1096)**

Trial Date: October 10, 2017

1 I, Michelle Yang, declare as follows:

2 1. I am an attorney at the law firm of Morrison & Foerster LLP. I make this  
3 declaration based upon matters within my own personal knowledge and if called as a witness, I  
4 could and would competently testify to the matters set forth herein. I make this declaration in  
5 support of Plaintiff's Administrative Motion to File Under Seal Portions of Its Motion to Compel  
6 Depositions of David Bonderman and Arianna Huffington (Dkt. 1096), with Exhibit 1 amended at  
7 Dkt. 1101.

8 2. I have reviewed the following documents and confirmed that only the portions  
9 identified below merit sealing:

Document	Portions to Be Filed Under Seal
Waymo's Motion to Compel Depositions of David Bonderman and Arianna Huffington (Dkt. 1096) ("Motion")	Marked Portions (in red boxes)
Exhibit 1	Entire Document
Exhibits 3 and 5	Marked portions (in red boxes)
Exhibit 7	Entire Document
Exhibit 8	Marked Portions (in red boxes)

18 3. The marked portions (in red boxes) on the top part of page 2 of the Motion  
19 reference highly confidential Ottomotto LiDAR projects that were in existence at the time of the  
20 acquisition. Disclosure of this information could allow competitors to gain insight into  
21 Defendants' technical development and design priorities. This highly confidential information is  
22 not publicly known, and its confidentiality is strictly maintained. I understand that disclosure of  
23 this information, such that Uber's competitors could obtain insight to Uber's technical  
24 development and tailor their own development strategy, could harm Uber's competitive standing.

25 4. The entirety of Exhibit 1 is a presentation to the Board of Directors regarding the  
26 Otto acquisition. It contains highly confidential information regarding detailed financial and  
27 commercial terms of an ongoing business agreement, including competitively sensitive details  
28

1 about Uber's future market strategy, employment goals, stock option grants, licensing terms,  
2 monetary payments, potential valuation numbers, prioritization of strategic business goals, and  
3 internal estimates of various commercialization timelines. This highly confidential information is  
4 not publicly known, and its confidentiality is strictly maintained. I understand that if this  
5 information were to be released to the public, Defendants' competitors and counterparties would  
6 have insight into business, financial, technical, and market strategy information of Defendants,  
7 which would allow them to tailor their own market strategy, negotiation strategy, and business  
8 negotiations, such that Uber's competitive standing could be seriously harmed.

9         5.       The marked portions (in red boxes) on Exhibits 3 and 5 are minutes from Board of  
10 Directors meetings containing highly confidential business information regarding internal  
11 corporate governance and the company's strategic priorities. These marked portions also contain  
12 information relating to the Board's structure, organization, and methodologies for conducting  
13 Board responsibilities. Uber is a private company, and its Board of Directors keeps its internal  
14 discussions highly confidential. I understand that if these parts of the minutes from confidential  
15 Board meetings were disclosed, Uber's competitive standing could significantly be harmed.

16         6.       The entirety of Exhibit 7 is a highly confidential letter from the Board of Directors  
17 to Travis Kalanick, and the marked portions (in red boxes) on the bottom of page 2 of the Motion  
18 cite to this same letter. This document contains highly confidential information discussing  
19 business strategy, internal corporate governance, employment information that implicate privacy  
20 concerns, strategic visions for the company's future, and figures relating to valuation and equity.  
21 This highly confidential information is not publicly known, and its confidentiality is strictly  
22 maintained. I understand that if this information were to be released to the public, Uber's  
23 competitive standing and certain persons' privacy interests could significantly be harmed.

24         7.       The marked portions (in red boxes) on Exhibit 8 contain the email addresses and  
25 phone numbers of high-ranking current and former company executives, whose email accounts  
26 and numbers may still become compromised if disclosed to the public. Defendants seek to seal  
27 this information in order to protect the privacy of these current and former executives, as  
28 prominent individuals at the company are currently the subject of extensive media coverage.

1 Disclosure of this information for such high-ranking executives could expose them to harm or  
2 harassment.

3 8. Defendants' request to seal is narrowly tailored to those portions of Plaintiff's  
4 Motion that merit sealing.

5 I declare under penalty of perjury under the laws of the United States that the foregoing is  
6 true and correct. Executed this 11th day of August, 2017, at San Francisco, CA.

7  
8  
9 /s/ Michelle Yang

Michelle Yang

10  
11 **ATTESTATION OF E-FILED SIGNATURE**

12 I, Arturo J. González, am the ECF User whose ID and password are being used to file this  
13 Declaration. In compliance with General Order 45, X.B., I hereby attest that Michelle Yang has  
14 concurred in this filing.

15 Dated: August 11, 2017

16 /s/ Arturo J. González

Arturo J. González